

Fill in this information to identify the case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF TEXASCase number (if known): _____ Chapter 11☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name	<u>Metropolitan Water Company, L.P.</u>	
2. All other names debtor used in the last 8 years	<u>aka Metropolitan Water Company; aka Met Water</u>	
	Include any assumed names, trade names and <i>doing business as</i> names	
3. Debtor's federal Employer Identification Number (EIN)	<u>7 6 - 0 6 2 6 1 7 2</u>	
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>105 East Main Street, Suite 103</u>	<u>PO Drawer 1146</u>
	Number Street	Number Street
	<u>Brenham TX 77833</u>	<u>Brenham TX 77834-1146</u>
	City State ZIP Code	City State ZIP Code
	<u>Washington</u>	Location of principal assets, if different from principal place of business
	County	
		Number Street
		City State ZIP Code
5. Debtor's website (URL)	_____	
6. Type of debtor	<input type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input checked="" type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____	

Debtor **Metropolitan Water Company, L.P.**

Case number (if known) _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>*2 2 1 3**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11.

Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, AND IT CHOOSES TO PROCEED UNDER SUBCHAPTER V OF CHAPTER 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy Under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

Debtor **Metropolitan Water Company, L.P.**

Case number (if known) _____

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☒ No
- ☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

- ☐ No
- ☒ Yes. Debtor **Met Water Vista Ridge, L.P.** Relationship **Affiliate**
- District **Western District of Texas** When **11/22/2021**
MM / DD / YYYY
- Case number, if known _____
- Debtor _____ Relationship _____
- District _____ When _____
MM / DD / YYYY
- Case number, if known _____

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

Debtor **Metropolitan Water Company, L.P.**

Case number (if known) _____

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?**

Number Street

City

State

ZIP Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

☒ Funds will be available for distribution to unsecured creditors.☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.**14. Estimated number of creditors**☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5,001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated assets**☐ \$0-\$50,000☐ \$50,001-\$100,000☐ \$100,001-\$500,000☐ \$500,001-\$1 million☒ \$1,000,001-\$10 million☐ \$10,000,001-\$50 million☐ \$50,000,001-\$100 million☐ \$100,000,001-\$500 million☐ \$500,000,001-\$1 billion☐ \$1,000,000,001-\$10 billion☐ \$10,000,000,001-\$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0-\$50,000☐ \$50,001-\$100,000☐ \$100,001-\$500,000☐ \$500,001-\$1 million☒ \$1,000,001-\$10 million☐ \$10,000,001-\$50 million☐ \$50,000,001-\$100 million☐ \$100,000,001-\$500 million☐ \$500,000,001-\$1 billion☐ \$1,000,000,001-\$10 billion☐ \$10,000,000,001-\$50 billion☐ More than \$50 billion

Debtor **Metropolitan Water Company, L.P.**

Case number (if known) _____

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/22/2021
MM / DD / YYYY

X /s/ W. Scott Carlson

Signature of authorized representative of debtor

W. Scott Carlson

Printed name

Managing Member of General Partner

Title

18. Signature of attorney

X /s/ B. Weldon Ponder, Jr.

Signature of attorney for debtor

Date 11/22/2021

MM / DD / YYYY

B. Weldon Ponder, Jr.

Printed name

B. Weldon Ponder, Jr., Attorney at Law

Firm name

4408 Spicewood Springs Road

Number Street

Austin

City

TX

State

78759

ZIP Code

(512) 342-8222

Contact phone

welpon@austin.rr.com

Email address

16110400

Bar number

State

Fill in this information to identify the case:Debtor name Metropolitan Water Company, L.P.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number _____
(if known)☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claims resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Howry Breen & Herman L.L.P. 1900 Pearl Street Austin TX 78705		Attorney Fees				\$843,734.79
2	Alexander Dubose & Jefferson LLP 1844 Harvard Street Houston TX 77008		Attorney Fees				\$116,040.68
3	Nathan Ausley 5760 County Road 324 Caldwell TX 77836		Judgment for Claimant's attorney's fees				\$23,000.00
4	Wallace J. Luke, III c/o Donald Jackson/Marcus Eason/Wm Grubb McGinnis Lochridge, LLP 609 Main St Ste 2800		Litigation claims	Unliquidated Disputed			\$0.00
5	Vista Ridge, LLC c/o Mike Stenglein King & Spalding LLP 500 West 2nd St Ste 1800 Austin TX 78701		Notice Only				\$0.00

Debtor **Metropolitan Water Company, L.P.**

Case number (if known) _____

Name

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
6 Texas Workforce Commission TWC Building - Regulatory Integrity Div. 101 East 15th Street Austin TX 78778		Notice Only				\$0.00
7 Texas Comptroller of Public Accounts Revenue Accounting Div - Bankr Section PO Box 13528 Capitol Station		Notice Only				\$0.00
8 Steven J. Hubbell c/o Donald Jackson/Marcus Eason/Wm Grubb McGinnis Lochridge, LLP 609 Main St Ste 2800		Litigation claims	Unliquidated Disputed			\$0.00
9 R. Hal Moorman c/o Laura Upchurch Upchurch & Yates, LLP 315 S Park Street Brenham, TX 77833		Litigation claims	Unliquidated Disputed			\$0.00
10 Paul Keller/Keller Shoreline Investments c/o Matt Baumgartner/D King/M Hawkins Arbrust & Brown, PLLC 100 Congress Ave Ste		Notice Only				\$0.00
11 Milton Y. Tate c/o Laura Upchurch Upchurch & Yates, LLP 315 S Park Street Brenham, TX 77833		Litigation claims	Unliquidated Disputed			\$0.00
12 Lynette Dahmann c/o Laura Upchurch Upchurch & Yates, LLP 315 S Park Street Brenham, TX 77833		Litigation claims	Unliquidated Disputed			\$0.00
13 Jon Hildebrand c/o Paul D Clote / Steven J Watkins McGinnis Lochridge, LLP 609 Main St Ste 2800 Houston TX 77002		Litigation claims	Unliquidated Disputed			\$0.00

Debtor **Metropolitan Water Company, L.P.**

Case number (if known)

Name

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
14 Internal Revenue Service Centralized Insolvency Operations PO Box 7346 Philadelphia, PA 19101-7346		Notice Only				\$0.00
15 Harry Vowell c/o Paul D Clote / Steven J Watkins McGinnis Lochridge, LLP 609 Main St Ste 2800 Houston TX 77002		Litigation claims	Unliquidated Disputed			\$0.00
16 H&V Holdings, Ltd. c/o Paul D Clote / Steven J Watkins McGinnis Lochridge, LLP 609 Main St Ste 2800 Houston TX 77002		Litigation claims	Unliquidated Disputed			\$0.00
17 David J. Weber c/o Donald Jackson/Marcus Eason/Wm Grubb McGinnis Lochridge, LLP 609 Main St Ste 2800		Litigation claims	Unliquidated Disputed			\$0.00
18 Blue Water Vista Ridge, LLC c/o Paul M. Terrill / Ryan D. V. Greene Terrill & Waldrop 810 West 10th Street		Litigation claims	Unliquidated Disputed			\$0.00
19 Blue Water Systems, LP c/o Paul M. Terrill / Ryan D. V. Greene Terrill & Waldrop 810 West 10th Street Austin TX 78701		Litigation claims	Unliquidated Disputed			\$0.00
20 Austin JSB, Ltd. c/o Ron Habitzreiter 1208 West Avenue Austin TX 78701		Litigation claims	Unliquidated Disputed			\$0.00

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

IN RE: **Metropolitan Water Company, L.P.**

CASE NO

CHAPTER 11

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 11/22/2021

Signature /s/ W. Scott Carlson
W. Scott Carlson
Managing Member of General Partner

Date _____

Signature _____

Alexander Dubose & Jefferson LLP
1844 Harvard Street
Houston TX 77008

Austin JSB, Ltd.
c/o Ron Habitzreiter
1208 West Avenue
Austin TX 78701

Blue Water Systems, LP
c/o Paul M. Terrill / Ryan D. V. Greene
Terrill & Waldrop
810 West 10th Street
Austin TX 78701

Blue Water Systems, LP
c/o Stacey V. Reese
Stacey Reese Law, PLLC
910 West Ave Ste 15
Austin TX 78701

Blue Water Systems, LP
c/o J. David Rowe
Dubois, Bryant & Campbell, LLP
303 Colorado St Ste 2300
Austin TX 78701

Blue Water Vista Ridge, LLC
c/o Stacey V. Reese
Stacey Reese Law, PLLC
910 West Ave Ste 15
Austin TX 78701

Blue Water Vista Ridge, LLC
c/o J. David Rowe
Dubois, Bryant & Campbell, LLP
303 Colorado St Ste 2300
Austin TX 78701

Blue Water Vista Ridge, LLC
c/o Paul M. Terrill / Ryan D. V. Greene
Terrill & Waldrop
810 West 10th Street
Austin TX 78701

Carrizo-Wilcox Water Works, LP
PO Drawer 1146
Brenham TX 77834-1146

David J. Weber
c/o Donald Jackson/Marcus Eason/Wm Grubb
McGinnis Lochridge, LLP
609 Main St Ste 2800
Houston TX 77002

H&V Holdings, Ltd.
c/o Paul D Clote / Steven J Watkins
McGinnis Lochridge, LLP
609 Main St Ste 2800
Houston TX 77002

Harry Vowell
c/o Paul D Clote / Steven J Watkins
McGinnis Lochridge, LLP
609 Main St Ste 2800
Houston TX 77002

Howry Breen & Herman L.L.P.
1900 Pearl Street
Austin TX 78705

Internal Revenue Service
Centralized Insolvency Operations
PO Box 7346
Philadelphia, PA 19101-7346

Jon Hildebrand
c/o Paul D Clote / Steven J Watkins
McGinnis Lochridge, LLP
609 Main St Ste 2800
Houston TX 77002

Lynette Dahmann
c/o Laura Upchurch
Upchurch & Yates, LLP
315 S Park Street
Brenham, TX 77833

M. Chad Gerke
The Gerke Law Firm, PLLC
101 E Commerce St
Brenham TX 77833

Metropolitan Water Co. of Texas, L.L.C,
PO Drawer 1146
Brenham TX 77834-1146

Milton Y. Tate
c/o Laura Upchurch
Upchurch & Yates, LLP
315 S Park Street
Brenham, TX 77833

Nathan Ausley
5760 County Road 324
Caldwell TX 77836

Paul Keller/Keller Shoreline Investments
c/o Matt Baumgartner/D King/M Hawkins
Arbrust & Brown, PLLC
100 Congress Ave Ste 1300
Austin TX 78701

R. Hal Moorman
c/o Laura Upchurch
Upchurch & Yates, LLP
315 S Park Street
Brenham, TX 77833

Steven J. Hubbell
c/o Donald Jackson/Marcus Eason/Wm Grubb
McGinnis Lochridge, LLP
609 Main St Ste 2800
Houston TX 77002

Texas Comptroller of Public Accounts
Revenue Accounting Div - Bankr Section
PO Box 13528 Capitol Station
Austin TX 78711-3528

Texas Workforce Commission
TWC Building - Regulatory Integrity Div.
101 East 15th Street
Austin TX 78778

Vista Ridge, LLC
c/o Mike Stenglein
King & Spalding LLP
500 West 2nd St Ste 1800
Austin TX 78701

Wallace J. Luke, III
c/o Donald Jackson/Marcus Eason/Wm Grubb
McGinnis Lochridge, LLP
609 Main St Ste 2800
Houston TX 77002

Wilmington Trust, N.A., as Trustee
c/o Tricia W. Macaluso
Bryan Cave Leighton Paisner, LLP
2200 Ross Ave Ste 3300
Dallas TX 75201

Wilmington Trust, N.A., as Trustee
c/o Christine Cesare
Bryan Cave Leighton Paisner, LLP
1290 Avenue of the Americas
New York, NY 10104-3300